

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.

ATTORNEYS AT LAW
900 COMERICA BUILDING
KALAMAZOO, MICHIGAN 49007-4752
TELEPHONE (269) 381-8844
FACSIMILE (269) 381-8822

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GEORGE H. LENNON
DAVID G. CROCKER
MICHAEL D. O'CONNOR
HAROLD E. FISCHER, JR.
LAWRENCE M. BRENTON
GORDON C. MILLER
GARY P. BARTOSIEWICZ
BLAKE D. CROCKER

ROBERT M. TAYLOR
RON W. KIMBREL
PATRICK D. CROCKER
RUSSELL B. BAUGH
ANDREW J. VORBRICH
TYREN R. CUDNEY
STEVEN M. BROWN
KRISTEN L. GETTING

OF COUNSEL

T.R.A. DOCKET ROOM

JOHN T. PETERS, JR.

VINCENT T. EARLY
(1922-2001)

JOSEPH J. BURGIE
(1926-1992)

THOMPSON BENNETT
(1912-2004)

July 11, 2005

Carlos Black
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

RE Docket 05-00169
Petition for Authority for Acceris Management and Acquisition LLC to Acquire
Certain Assets of Acceris Communications Corp.

Dear Mr. Black

Attached hereto please find an Amendment to the Application for Certificate to Resell
Telecommunications Services in Tennessee. Part I, Sections E and F have been revised to
identify affiliate information which was inadvertently not included in the application.

We apologize for any inconvenience this may have caused.

Also enclosed is a duplicate copy of this letter. Please stamp the duplicate and return it to me in
the postage-paid envelope attached thereto.

Please contact the undersigned should you have any questions or concerns.

Very truly yours,

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.

Patrick D. Crocker

PDC/pas

enc

**APPLICATION FOR CERTIFICATE
TO PROVIDE OPERATOR SERVICES AND/OR RESELL
TELECOMMUNICATION SERVICES IN TENNESSEE
SECTION A**

Application is hereby made for a certificate of authority pursuant to TRA Rule 1220-4-2-.57 to provide telecommunications services in the State of Tennessee.

Part I General Information

A Name of Applicant Acceris Management and Acquisition LLC
Full exact name of person, corporation, partnership, sole proprietorship, or other entity, for which application is made

Legal name of applicant, if different from above _____

60 South Sixth Street, Suite 2535, Minneapolis, MN 55402
Address, City, State, Zip

Tenn Secretary of State Certificate of Authority ID 0496732

Federal Taxpayer ID Number 20-2855923

Social Security Number for Applicants Applying as Individuals _____

Any trade name(s), assumed name(s) or fictitious name(s) used by applicant _____

If applicant has affiliate(s) engaged in providing telecommunications services, provide the above requested information for each affiliate(s), as well as for the applicant

Applicant has no affiliates providing telecommunications services in Tennessee Applicant is affiliated with New Access Communications LLC

Address 801 Nicollete Mall, Suite 350

City/State/Zip Minneapolis, MN 55402 Phone (612) 256-0078

*****IMPORTANT INFORMATION*****

If applicant has affiliate(s) or parent company, or constituency corporations, engaged in providing telecommunications services, or operating under any trade name, assumed name or fictitious name used by the above, provide the above requested information on all parts of this application as well as for the applicant. Provide this information on a separate attachment, if necessary.

THIS SECTION FOR TRA USE ONLY

Docket Number _____	Company ID Number _____
	Date Approved _____
	Evaluator _____

B Describe other businesses or business transactions, if any, at the same location as the principal business address

Applicant's parent North Central Equity, LLC is at the same principal address

C Provide the name, business and home address of and a chronological summary of the employment history and business experience over the preceding eight years of

- (a) The proprietor, if the applicant is an individual,
- (b) Every member, if the applicant is a partnership,
- (c) Each Executive Officer, Director and each Key Stockholder if the applicant is a joint stock association or a corporation (Note If the applicant is a publicly traded corporation or a subsidiary of such a corporation it does not need to provide this information)
- (d) Any person in a position to exercise control over or direction of, the business of the applicant, regardless of the form of organization of the applicant

Information to be included

NAME

TITLE

SOCIAL SECURITY NUMBER

BUSINESS ADDRESS

PHONE No

HOME ADDRESS

PHONE No

EMPLOYMENT HISTORY

Attached as Exhibit A

D Has the applicant or any of its parent companies, subsidiaries, affiliates, owners, partners, LLC members, directors, officers, five percent (5%) more shareholders or beneficiaries (of a trust) been associated with a business whose authority to transact business was denied, revoked or suspended by a state or federal regulatory or law enforcement entity?

☐ Yes ☒ No If yes, please explain fully

E Has the Tennessee Regulatory Authority, or any other agency of the State of Tennessee, any federal agency or any agency of any other state ever initiated a regulatory action or order against the applicant or any of its parent companies, subsidiaries, affiliates, owners, partners, LLC members, directors, officers, five percent (5%) more shareholders or beneficiaries (of a trust)?

☒ Yes ☐ No If yes, please explain fully **See Attachment A.**

(1) Has the applicant or any of its parent companies, subsidiaries, affiliates, owners, partners, LLC members, directors, officers, five percent (5%) more shareholders or beneficiaries (of a trust), been enjoined or restrained by order by any court or state or federal regulatory or law enforcement entity from engaging in any conduct or practice related to the telecommunications business?

☒ Yes ☐ No If yes, please explain fully **See Attachment A.**

F Has the applicant or any of its parent companies, subsidiaries, affiliates, owners, partners, LLC members, directors, officers, five percent (5%) more shareholders or beneficiaries (of a trust) been associated with a business who has ceased providing telecommunications services in any state, describe the circumstances **(Use additional pages if necessary)**

☒ Yes ☐ No If yes, please explain fully Stonebridge Communications, LLC and Emergent Communications, LLC were wholly owned subsidiaries of NAC. Stonebridge Communications, LLC and Emergent Communications, LLC ceased providing service after transferring customers and assets to NAC in January 2005

Part II

- A Check the type of telecommunication services you plan to provide in Tennessee
☒ Resell Interexchange long distance services
☐ Operator Services
☐ Resell local services
☐ Other (describe) _____
- B If providing operator services, list company name, address and contact person for all reseller carriers you serve in Tennessee **Provide the above information on Appendix I. Applicant is not providing operator service at this time** _____
- C List the state(s) where the applicant, its parent company, and all affiliates are authorized to operate in at this time For each such state, describe applicant's current activities along with a history of operations there (Use additional pages if necessary)
Attached as Exhibit B

For the above states, list the number and types of complaint(s) filed against applicant, and the complaint(s)' current status Provide this information on a separate attachment, if necessary
No complaints have been filed against Applicant
If applicant has affiliate(s) or parent company, or constituency corporations, engaged in providing telecommunications services, or operating under any trade name, assumed name or fictitious name used by the above, provide the above requested information for all as well as for the applicant. Provide this information on a separate attachment, if necessary.
See Attachment provided in response to Paragraph E appearing in Part I above
- D List any states that the applicant or any affiliate, parent company, or constituency corporation operating under any trade name, assumed name, or fictitious name, has been denied authority to provide service (Use additional pages if necessary)
Applicant has not been denied authority to provide service
- E Areas in Tennessee to be served
Statewide
- F What type of customers will the applicant serve?
a ☒ Business
b ☒ Residential
c ☐ Aggregators
(e g Hotels, Payphones)
d ☐ Other (specify) _____
- G Does the applicant allow a property imposed fee (PIF) to be added to the price of intrastate telephone calls over its network?
☐ Yes ☒ No If yes, specify amount _____
- H Are your prices for intrastate services plus any PIF equal to or less than the dominant carriers' price for similar services?
☒ Yes ☐ No

Attachment A

New Access Communications LLC subsidiary

In May, 2004, New Access Communications LLC ("New Access") (not a subsidiary of North Central Equity LLC at the time of settlement) entered into an Assurance of Voluntary Compliance/Assurance of Discontinuation ("Assurance of Voluntary Compliance") with the Attorneys General of the States of Colorado, Iowa, Michigan, Minnesota, Montana, Nebraska, North Dakota, Ohio, Texas and Wisconsin regarding certain telemarketing and related marketing practices of New Access.

New Access was purchased by North Central Equity LLC in February, 2005. Elam Baer, a controlling owner (over 10%) of North Central Equity LLC, the parent company of Acceris Management and Acquisition LLC, was less than a 50% owner of the prior owner of New Access Communications LLC.

New Access is no longer acquiring new customers. It ceased using telemarketing to acquire customers in early 2004. New Access has made all settlement payments required under the Assurance of Voluntary Compliance.